

BlockFi Lending II LLC
Debtor

Case No. 22-19374
Reporting Period: June 1 - 30, 2023

MONTHLY OPERATING REPORT
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Notes to the Monthly Operating Report

This report includes activity from the following Debtor and its related Case Number:

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Notes to MOR:

On November 28th, 2022 (the “Petition Date”), BlockFi Inc. and eight of its affiliates (collectively, the “Debtors” or the “Company”) filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On November 28, 2022, the court entered an order [Docket No. 18] authorizing joint administration and procedural consolidation of these Chapter 11 cases pursuant to Bankruptcy Rule 1015(b) under the lead case *In re BlockFi Inc., et al.*, Case No. 22-19361. On December 21, 2022, the United States Trustee for the District of New Jersey (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Creditors Committee”) [Docket No. 131]. No request for the appointment of a trustee or examiner has been made in these Chapter 11 cases.

The Debtors are filing their Monthly Operating Report solely for the purposes of complying with the monthly operating report requirements applicable in the Debtors' Chapter 11 cases. The financial and supplemental information contained herein is presented on a preliminary and unaudited basis, remains subject to future adjustments, and may not comply in all material respects with generally accepted accounting principles in the United States of America (“U.S. GAAP”) or International Financial Reporting Standards (“IFRS”). This Monthly Operating Report should not be relied on by any persons for information relating to future financial conditions, events, or performance of any of the Debtors or their affiliates.

The financial information has been derived from the books and records of the Debtors. This information, however, has not been subject to certain procedures that would typically be applied to financial information in accordance with U.S. GAAP or IFRS, and upon application of such procedures, the Debtors believe that the financial information could be subject to changes, which could be material. The information furnished in this report includes primarily normal recurring adjustments but does not include all adjustments that would typically be made for financial statements prepared in accordance with U.S. GAAP or IFRS. The preparation of the Financial Statements and MOR required the Debtors to make commercially reasonable estimates and assumptions with respect to the reported amounts of assets and liabilities, the amount of contingent assets and contingent liabilities at month end, and the reported amounts of revenues and expenses during the applicable reporting periods. Actual results could differ from such estimates.

Except for cryptocurrency amounts owed to creditors and intercompany balances as of petition date, all information presented has been translated using prevailing prices as of UTC 23:59:59 as of the applicable period end.

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When determining the prices for digital assets and liabilities, the Company assesses the principal market in which to sell the digital assets or in the absence of a principal market, the most advantageous market. Market prices for such assets and liabilities may be volatile and not be readily ascertainable. In addition, the Company's ultimate realized value will be based on outcomes that are difficult to predict and outside of the control of the Company. As a result, amounts ultimately realized by the Company may differ from the fair values presented.

Client balances reflected in the financial statements and this Monthly Operating report are as of UTC 1:15:00 on November 11, 2022 (20:15:00 prevailing Eastern Time on November 10, 2022).

The Debtors reserve all rights to amend or supplement this Monthly Operating Report in all respects, as may be necessary or appropriate. Nothing contained in this Monthly Operating Report shall constitute a waiver of any of the Debtors' rights or an admission with respect to their Chapter 11 cases.

Debtor Full-Time Employees:

This MOR includes the number of full-time employees as of the Petition Date and June 30, 2023. As described in the Wages Motion [Docket No. 16], the Debtors also employ Independent Contractors located outside of the United States, whose salaries and benefits are included in the payroll amounts included in the MOR for the employing debtor entity.

Notes to MOR Part 1

For the avoidance of doubt, the bank accounts, cash balances and associated cash receipts and disbursements set forth do not include assets held in the customer accounts referred to as the BlockFi Wallet product as described in the *Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Honor Withdrawals from Wallet Accounts, (B) Update the User Interface to Properly Reflect Transactions and Assets as of the Platform Pause, and (C) Conduct Ordinary Course Reconciliation of Accounts, and (II) Granting Related Relief* (the "Wallet Withdrawal Motion") [Docket No. 121]. As discussed in the Wallet Withdrawal Motion, the Debtors do not have a legal or equitable interest in the assets held in the Wallet Accounts; such held funds are owned by the Debtors' clients. Note that digital assets attributable to Wallet Accounts are separately captured in Part 2 under Inventory (2c). On May 17, 2023, the court entered an order approving the Wallet Withdrawal Motion [Docket No. 923].

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Notes to MOR Part 2 & MOR Part 4

The information contained in MOR Part 2 & MOR Part 4 is provided to fulfill the requirements of the Office of the United States Trustee. All information contained in MOR Part 2 & MOR Part 4 is unaudited and subject to future adjustment.

Accounts receivable (2a) represents intercompany receivables between BlockFi entities ("Intercompany Receivables").

Notes to MOR Part 7

Pursuant to certain orders of the Court in the Chapter 11 cases entered shortly after the Petition Date [Docket Nos. 43-44, 49, 50-52, and 55] (collectively, the "First Day Orders"), the Debtors were granted authority to pay certain outstanding prepetition payables, including payments outlined in the Cash Management, Tax, Utility, Insurance, Critical Vendor, and Wage Motions [Docket Nos. 7, 9-11, 13, and 16, respectively].

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SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

| | |
|---------------------------------|-------------------------------|
| Debtor name: | BlockFi Lending II LLC |
| Case number: | Case No. 22-19374 |
| CASH BEGINNING OF PERIOD | \$ - |
| RECEIPTS | |
| | |
| TOTAL RECEIPTS | |
| DISBURSEMENTS | |
| | |
| TOTAL DISBURSEMENTS | |
| NET CASH FLOW | |
| (RECEIPTS LESS DISBURSEMENTS) | |
| CASH END OF MONTH | \$ - |

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PART 2
BALANCE SHEET (UNAUDITED)

| | |
|---------------------------------------------------|-------------------------------|
| Debtor name: | BlockFi Lending II LLC |
| Case number: | 22-19374 |
| Line item | Current Period |
| ASSETS | |
| CURRENT ASSETS | |
| Cash | \$ - |
| Restricted Cash | - |
| Stablecoin Held | - |
| Digital Assets Held | - |
| Indemnification Asset | - |
| Digital Assets Loaned | - |
| Loans, Net | - |
| Collateral Receivable | - |
| Intercompany Receivable from Affiliate Entities | 500,000 |
| Claims on Debtors in Bankruptcy (Estimate) | - |
| Mining Assets | - |
| Other Current Assets | - |
| TOTAL CURRENT ASSETS | 500,000 |
| NON-CURRENT ASSETS | |
| Deferred Tax Assets | - |
| Deferred Tax Assets, Valuation Allowance | - |
| Investment in Subsidiaries | - |
| Other Non-current Assets | - |
| TOTAL NON-CURRENT ASSETS | - |
| TOTAL ASSETS | 500,000 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | |
| LIABILITIES | |
| Other Liabilities | - |
| Safeguarding Liability | - |
| Post-petition Payables | - |
| Intercompany Payable - Post-petition | - |
| TOTAL OTHER LIABILITIES | - |
| Liabilities Subject to Compromise | - |
| Customer Liabilities | - |
| USD Collateral Due to Clients | - |
| Digital Asset Collateral Due to Clients | - |
| Institutional Borrowings | - |
| Intercompany Payable to Affiliate Entities | - |
| FTX Borrowings and Accrued Interest Payable | - |
| Regulatory Fines Payable | - |
| Other Liabilities | - |
| TOTAL LIABILITIES SUBJECT TO COMPROMISE | - |
| TOTAL LIABILITIES | - |
| TOTAL STOCKHOLDERS' EQUITY | 500,000 |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$ 500,000 |

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PART 4
STATEMENT OF OPERATIONS (UNAUDITED)

| | |
|--------------------------------------------|-------------------------------|
| Debtor name: | BlockFi Lending II LLC |
| Case number: | 22-19374 |
| Line Item | Current period |
| REVENUE AND INTEREST INCOME | |
| Interest and Fee Revenue | \$ - |
| Other Revenue | - |
| TOTAL REVENUE AND INTEREST INCOME | - |
| INTEREST AND TRADING EXPENSES | |
| Interest and Fee Expense | - |
| TOTAL INTEREST AND TRADING EXPENSES | - |
| OPERATING EXPENSES | |
| Personnel Expenses | - |
| General & Administrative | - |
| Software & Technology | - |
| Other Operating Expenses | - |
| TOTAL OPERATING EXPENSES | - |
| OTHER OPERATING INCOME / (LOSS) | - |
| NET PROFIT / (LOSS) | \$ - |